

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
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**ORDER GRANTING IN PART THE APPLICATION OF THE AD HOC GROUP OF
LEHMAN BROTHERS CREDITORS FOR COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED BY, AND REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES OF, ITS PROFESSIONALS PURSUANT TO
SECTION 503(B) OF THE BANKRUPTCY CODE**

Upon consideration of the Application of the Ad Hoc Group of Lehman Brothers Creditors for Compensation for Professional Services Rendered By, and Reimbursement of Actual and Necessary Expenses of, Its Professionals Pursuant to Section 503(b) of the Bankruptcy Code (the "Application");¹ and after due notice pursuant to the Second Amended Order Pursuant to Section 105(a) Of the Bankruptcy Code and Bankruptcy Rules 1015(c) and 9007 Implementing Certain Notice and Case Management Procedures [Docket No. No.9635]; and it appearing that this Court has jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it further appearing that this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b); and it further appearing that venue of this proceeding and the Application is proper in this District in accordance with 28 U.S.C. §§ 1408 and 1409; and it further appearing that the relief requested in the Application, with respect to White & Case LLP, is in the best interests of the Debtors, their estates and their creditors; and after due consideration and sufficient cause appearing therefor,

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

IT IS HEREBY FOUND THAT the Group has made a substantial contribution to the Debtors' estates within the meaning of section 503(b)(3)(D) of the Bankruptcy Code; and

IT IS FURTHER FOUND THAT the Group is entitled to the allowance of an administrative expense claim under section 503(b)(4) of the Bankruptcy Code for reasonable compensation for professional services rendered by its counsel, White & Case LLP, in connection with the Group's substantial contribution in these Chapter 11 Cases.

Now, therefore, it is hereby:

ORDERED, that the Application is granted as set forth herein; and it is further

ORDERED, that the Group is hereby granted, pursuant to sections 503(b)(3)(D) and 503(b)(4) of the Bankruptcy Code, an allowed administrative claim in the amount of \$9,519,212.47 (the "Administrative Claim Amount") against LBHI, representing reimbursement to the Group for the fees and expenses of its counsel, White & Case LLP, in connection with the Group's substantial contribution in these Chapter 11 Cases; and it is further

ORDERED, that the Debtors are hereby authorized and directed to pay the Group the Administrative Claim Amount in full within ten (10) days after the date of entry of this Order; and it is further

ORDERED, that this Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Order.

Dated: New York, New York
September 24, 2012

s/ James M. Peck
HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE